

RECORDATION NO. 21330-D FILED

DEC 16 '09 -9 35 AM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

December 15, 2009

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C., Section 11301(a) are two (2) copies of a Notice of Full Termination of Lease, dated as of December 15, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination of the Memorandum of Railcar Lease Agreement and related documents previously filed with the Board under Recordation Number 21330.

The name and address of the party to the enclosed document are:

Lessor: Wells Fargo Equipment Finance, Inc.
(successor to Norwest Equipment Finance, Inc.)
733 Marquette Avenue So., Suite 700
Minneapolis, MN 55402

[Lessee: The CIT Group/Equipment Financing, Inc.
(successor to Bombardier Capital Rail Inc.)
30 South Wacker, Suite 3000
Chicago, IL 60606]

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A description of the railroad equipment covered by the enclosed document is:

All equipment as identified in the documents filed under Recordation Number 21330 as the same may have been amended, restated or supplemented.

A short summary of the document to appear in the index is:

Notice of Full Termination of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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NOTICE OF FULL TERMINATION OF LEASE**SURFACE TRANSPORTATION BOARD**

The undersigned, WELLS FARGO EQUIPMENT FINANCE, INC. (successor to Norwest Equipment Finance, Inc.), as Lessor (the "Lessor"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby gives notice that it has terminated the Supplement No. 100 covering one hundred and thirty-seven (137) covered hopper railcars to the Master Railcar Lease Agreement dated as of April 15, 1998, as amended, modified or supplemented (the "Lease"), with THE CIT GROUP/EQUIPMENT FINANCING, INC. (successor to Bombardier Capital Rail, Inc.), as Lessee (the "Lessee").

A Memorandum of Railcar Lease Agreement was duly filed and recorded with the Surface Transportation Board (the "Board") on April 15, 1998 under Recordation Number 21330. In addition thereto, the documents listed in Exhibit A which relate to the Lease were duly filed with the Board. Similar documentation was filed with the Registrar General of Canada pursuant to section 105 of the Canada Transportation Act as noted in Exhibit B. This document constitutes a release of all interests, claims, liens, or encumbrances over all railroad equipment at any time covered by the Lease and identified in the primary and secondary filings made under Recordation Number 21330

This Notice of Full Termination of Lease is executed without prejudice to the rights or obligations of the parties which expressly survive under the Lease or the termination agreement between the parties.

Dated: December 15, 2009

[Signature pages follow]

WELLS FARGO EQUIPMENT FINANCE, INC.,
as Lessor

By: [Signature]

Printed Name: Patrick C. [Signature]

Title: SVP

State of)
)
County of) ss

On this 24th day of November, 2009 before me personally appeared _____, to me personally known, who, being duly sworn did say that (s)he is a _____ of WELLS FARGO EQUIPMENT FINANCE, INC., and that said instrument was signed on behalf of said corporation by authority of its board of directors, and (s)he acknowledged said instrument to be the free act and deed of said corporation

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written

My commission expires 1-31-11

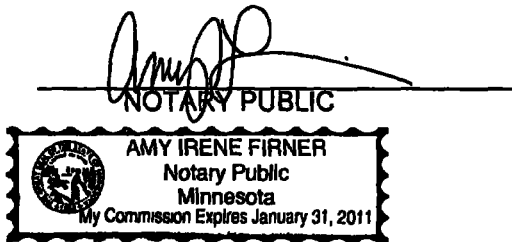


Exhibit A

Head Lease #10

1. Memorandum of Railcar Lease Agreement, dated as of April 15, 1998, between Norwest Equipment Finance, Inc., Lessor, and NorRail, Inc., Lessee, filed with the Board on April 15, 1998 at 12:06 p.m. under Recordation Number 21330.

2. Notice, dated as of June 15, 2006, by Bombardier Capital Rail Inc. (successor to NorRail, Inc.), Lessee, respecting Wells Fargo Equipment Finance, Inc, successor to Norwest Equipment Finance, Inc., Lessor, filed with the Board on June 21, 2006 at 11:19 a.m. under Recordation Number 21330-A.

3. STB Memorandum of Assignment and Assumption Agreement (HL10), dated as of October 2, 2006, from Bombardier Capital Rail Inc., Assignor, to The CIT Group/Equipment Financing, Inc., Assignee, filed with the Board on October 2, 2006 at 9:30 a.m. under Recordation Number 21330-B.

4. Notice, dated as of June 10, 2009, by The CIT Group/Equipment Financing, Inc., filed with the Board on June 10, 2009 at 11:00 a.m. under Recordation Number 21330-C.

[Headlease 10]

EXHIBIT B

Title	Document Date	Parties	Filing Date
Memorandum of Assignment and Assumption Agreement	May 31/00	Greenbrier Leasing Corporation and Bombardier Capital Rail Inc.	May 31/00
Omnibus Notice of Amendment This document takes note of various amendments to underlying lease documentation already of record with the Registrar General of Canada including changes to certain railcar marks, change of lessee name, and partial terminations of leases	August 9/06	Bombardier Capital Rail Inc.	August 14/06
Memorandum of Assignment and Assumption Agreement	Oct 2/06	Bombardier Capital Rail Inc. and The CIT Group/Equipment Financing Inc.	Oct 2/06
Notice of Reporting Car Mark and Road Number Changes	June 24/09	The CIT Group/Equipment Financing, Inc.	June 24/09

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

12/16/09



Robert W Alvord